

EXHIBIT V

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**[PROPOSED] ORDER GRANTING LUAN INVESTMENT SE'S MOTION TO ALLOW AND
COMPEL PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM UNDER 11 U.S.C.
§§ 503(b)(1)(A) and (b)(1)(B) FOR SERVICES PERFORMED POST-PETITION**

Upon the *Motion to Allow and Compel Payment of Administrative Expense Claim Under 11 U.S.C. § 503(b)(1)(A) and (b)(1)(B) for Services Performed Post-Petition* (the “*Motion*”, Docket No. ____), filed by creditor Luan Investment SE (“Luan”) on September ___, 2019, to allow and compel the Debtor to pay an administrative expense claim pursuant to Sections 503(b)(1)(A) and (b)(1)(B) of the Bankruptcy Code (this “*Order*”); and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the *Motion* in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found Luan provided appropriate notice of the *Motion*; and this Court having determined that the legal and factual bases set forth in the *Motion* establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The *Motion* (Docket No. ____) is granted as set forth herein.
2. The Debtor is ordered to pay Luan the allowed administrative expense claim in the amount of \$53,242.18, within fourteen (14) days of the entry of this Order.
3. Luan is authorized to take all actions necessary to effectuate this Order.
4. This Order is without prejudice to the rights of any party in interest, or the United States Trustee, to seek to unseal the sealed documents or any part thereof.
5. This Court retains exclusive jurisdiction with respect to all matters arising from or related

to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2019
White Plains, New York

HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE